

Form
990Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax****Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)**

- Do not enter social security numbers on this form as it may be made public
- Information about Form 990 and its instructions is at www.irs.gov/form990

2016**Open to Public Inspection****A For the 2016 calendar year, or tax year beginning 01-01-2016 , and ending 12-31-2016**

- B Check if applicable
 Address change
 Name change
 Initial return
 Final
 Return/terminated
 Amended return
 Application pending

C Name of organization Retail Industry Leaders Association Inc		D Employer identification number 04-2395151
E Doing business as		
F Number and street (or P O box if mail is not delivered to street address) 1700 North Moore Street No 2250		G Room/suite
H City or town, state or province, country, and ZIP or foreign postal code Arlington, VA 222091998		I Telephone number (703) 841-2300
J Name and address of principal officer SANDRA KENNEDY 1700 North Moore Street No 2250 Arlington, VA 222091998		K Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No L Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions)
M Website: ► www.rila.org		N Group exemption number ►
O Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►		P Year of formation 1969
		Q State of legal domicile NY

Part I Summary

1 Briefly describe the organization's mission or most significant activities
THE RETAIL INDUSTRY LEADERS ASSOCIATION'S MISSION IS TO PROMOTE CONSUMER CHOICE AND ECONOMIC FREEDOM THROUGH PUBLIC POLICY AND INDUSTRY OPERATIONAL EXCELLENCE

2 Check this box ► <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets	3	19
3 Number of voting members of the governing body (Part VI, line 1a)	4	18
4 Number of independent voting members of the governing body (Part VI, line 1b)	5	57
5 Total number of individuals employed in calendar year 2016 (Part V, line 2a)	6	0
6 Total number of volunteers (estimate if necessary)	7a	0
7a Total unrelated business revenue from Part VIII, column (C), line 12	7b	0
b Net unrelated business taxable income from Form 990-T, line 34		

Activities & Governance	Revenue	Prior Year	Current Year
		8 Contributions and grants (Part VIII, line 1h)	9 Program service revenue (Part VIII, line 2g)
Expenses	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	129,386	134,779
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0	0
Net Assets or Fund Balances	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	19,037,021	18,321,472
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	490,025	1,204,285
Sign Here	14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	7,317,784	7,417,285
Paid Preparer Use Only	16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b Total fundraising expenses (Part IX, column (D), line 25) ►0		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	10,008,101	9,634,482
	18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	17,815,910	18,256,052
	19 Revenue less expenses Subtract line 18 from line 12	1,221,111	65,420
	Beginning of Current Year		End of Year
	20 Total assets (Part X, line 16)	8,736,064	9,168,775
	21 Total liabilities (Part X, line 26)	9,746,316	9,920,663
	22 Net assets or fund balances Subtract line 21 from line 20	-1,010,252	-751,888

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Signature of officer	*****	2017-11-09
SANDRA KENNEDY PRESIDENT	Type or print name and title	Date

Paid Preparer Use Only	Print/Type preparer's name Tamara Vineyard	Preparer's signature Tamara Vineyard	Date 2017-11-06	Check <input type="checkbox"/> if self-employed	PTIN P01775208
	Firm's name ► DIXON HUGHES GOODMAN LLP			Firm's EIN ► 56-0747981	
	Firm's address ► 1410 SPRING HILL ROAD SUITE 500			Phone no (703) 970-0400	
	TYSONS, VA 221023056				

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form **990** (2016)

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1 Briefly describe the organization's mission

THE RETAIL INDUSTRY LEADERS ASSOCIATION'S MISSION IS TO PROMOTE CONSUMER CHOICE AND ECONOMIC FREEDOM THROUGH PUBLIC POLICY AND INDUSTRY OPERATIONAL EXCELLENCE

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ including grants of \$) (Revenue \$)
See Additional Data

4b (Code) (Expenses \$ including grants of \$) (Revenue \$)
See Additional Data

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)
See Additional Data

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ►

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	1	No
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?	2	No
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3	Yes
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	4	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	5	Yes
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I	6	No
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II	7	No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	8	No
9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV	9	No
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V	10	No
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	11a	Yes
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	11b	No
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII	11c	No
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX	11d	No
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	11e	Yes
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part XI	11f	Yes
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII	12a	Yes
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional	12b	No
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13	No
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV	14b	No
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV	15	No
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV	16	No
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)	17	No
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	18	No
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III	19	No

Part IV Checklist of Required Schedules (continued)

- 20a** Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?
- 21** Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J
- 24a** Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K If "No," go to line 25a
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?
- 25a** **Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I
- 26** Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If "Yes," complete Schedule L, Part II
- 27** Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III
- 28** Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV
- 29** Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M
- 30** Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M
- 31** Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I
- 32** Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II
- 33** Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I
- 34** Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1
- 35a** Did the organization have a controlled entity within the meaning of section 512(b)(13)?
b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2
- 36** **Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2
- 37** Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI
- 38** Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O

	Yes	No
20a		No
20b		
21	Yes	
22		No
23	Yes	
24a		No
24b		
24c		
24d		
25a		
25b		
26		No
27		No
28a		No
28b		No
28c		No
29		No
30		No
31		No
32		No
33		No
34		No
35a		No
35b		
36		
37		No
38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	78	
b Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0	
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	57	
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b		No
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		No
b If "Yes," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanation in Schedule O</i>	3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a		No
b If "Yes," enter the name of the foreign country ► See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		No
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		No
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a		No
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).	7a		
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7b		
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7c		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7d		
d If "Yes," indicate the number of Forms 8282 filed during the year			
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8 Sponsoring organizations maintaining donor advised funds.	8		
Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?			
9a Did the sponsoring organization make any taxable distributions under section 4966?	9a		
b Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter			
a Initiation fees and capital contributions included on Part VIII, line 12	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b		
11 Section 501(c)(12) organizations. Enter			
a Gross income from members or shareholders	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O			
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b		
c Enter the amount of reserves on hand	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a		No
b If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation in Schedule O</i>	14b		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	1a	19	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
b Enter the number of voting members included in line 1a, above, who are independent	1b	18	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes	
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No	
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No	
6 Did the organization have members or stockholders?	6	Yes	
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes	
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	Yes	
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following	8a	Yes	
a The governing body?	8b	Yes	
b Each committee with authority to act on behalf of the governing body?	9	No	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O			

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a	No	
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	No	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	No	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990	12a	Yes	
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	12b	Yes	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12c	Yes	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	13	Yes	
13 Did the organization have a written whistleblower policy?	14	Yes	
14 Did the organization have a written document retention and destruction policy?	15a	Yes	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?	15b	Yes	
a The organization's CEO, Executive Director, or top management official	16a	No	
b Other officers or key employees of the organization	16b	No	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?			
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?			

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed►	
18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply	
<input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain in Schedule O)	
19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year	
20 State the name, address, and telephone number of the person who possesses the organization's books and records ►The ASSOCIATION 1700 North Moore Street No 2250 Arlington, VA 222091998 (703) 841-2300	

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid
 - List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
 - List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and others.

compensated employees, and former such persons

Check this box if neither the organization nor

(A) **(B)** **(C)** **(D)** **(E)**

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)				(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Former	Highest compensated employee	Key employee	Official	Individual trustee	Institutional Trustee		
See Additional Data Table									

1b Sub-Total	►			
c Total from continuation sheets to Part VII, Section A . . .	►			
d Total (add lines 1b and 1c)	►	3,426,584	0	191,015

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ► 10

- | | Yes | No |
|---|------------|-----------|
| 3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual | 3 | No |
| 4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual | 4 | Yes |
| 5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person | 5 | No |

Section B. Independent Contractors

- 1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
Marriott Business Services PO Box 402642 Atlanta, GA 30384	Convention Services	1,286,987
GOLDSTEIN & RUSSELL PC 7475 WISCONSIN AVE SUITE 850 BETHESDA, MD 20814	LEGAL	462,438
DDC Advocacy LLC 805 15th Street NW Suite 300 Washington, DC 20005	Consulting	316,951
O'KEEFE COMMUNICATIONS INC 2 BETHESDA METRO CENTER SUITE 310 BETHESDA, MD 20814	Convention Services	235,340
BUSINESS AND LEGAL RESOURCES 100 WINNERS CIRCLE SUITE 300 BRENTWOOD, TN 37027	CONSulting	218,521

- 2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ► 21

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts						
1a Federated campaigns . . .	1a					
b Membership dues . . .	1b					
c Fundraising events . . .	1c					
d Related organizations	1d					
e Government grants (contributions)	1e					
f All other contributions, gifts, grants, and similar amounts not included above	1f					
g Noncash contributions included in lines 1a-1f \$ _____						
h Total. Add lines 1a-1f ►						
Program Service Revenue			Business Code			
2a MEMBERSHIP DUES		900099	8,579,152	8,579,152		
b EDUCATIONAL PROGRAMS		900099	7,614,468	7,614,468		
c SPECIAL PROJECTS		900099	1,048,437	1,048,437		
d LEADERS COUNCILS/COMMITTEES		900099	444,834	444,834		
e Retail sustainability initiative		900099	377,000	377,000		
f All other program service revenue			122,802	122,802		
g Total. Add lines 2a-2f ►			18,186,693			
Other Revenue						
3 Investment income (including dividends, interest, and other similar amounts) ►			111,528			111,528
4 Income from investment of tax-exempt bond proceeds						
5 Royalties ►						
6a Gross rents	(i) Real	(ii) Personal				
b Less rental expenses						
c Rental income or (loss)						
d Net rental income or (loss) ►						
7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
	214,477	43				
b Less cost or other basis and sales expenses						
c Gain or (loss)	183,452	7,817				
d Net gain or (loss) ►	31,025	-7,774				
			23,251			23,251
8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 a						
b Less direct expenses b						
c Net income or (loss) from fundraising events ►						
9a Gross income from gaming activities See Part IV, line 19 a						
b Less direct expenses b						
c Net income or (loss) from gaming activities ►						
10a Gross sales of inventory, less returns and allowances a						
b Less cost of goods sold b						
c Net income or (loss) from sales of inventory ►						
Miscellaneous Revenue	Business Code					
11a						
b						
c						
d All other revenue						
e Total. Add lines 11a-11d ►			18,321,472	18,186,693	0	134,779
12 Total revenue. See Instructions ►						

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments See Part IV, line 21	1,204,285			
2 Grants and other assistance to domestic individuals See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, line 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	2,363,792			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	4,318,706			
8 Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions)	86,547			
9 Other employee benefits	311,530			
10 Payroll taxes	336,710			
11 Fees for services (non-employees)				
a Management	87,500			
b Legal	706,001			
c Accounting	253,718			
d Lobbying	1,155,174			
e Professional fundraising services See Part IV, line 17				
f Investment management fees	37,972			
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	894,152			
12 Advertising and promotion	13,584			
13 Office expenses	471,644			
14 Information technology	360,017			
15 Royalties				
16 Occupancy	578,020			
17 Travel	763,942			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	3,363,860			
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	297,450			
23 Insurance				
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a MEMBERSHIP DUES	283,277			
b All Other expenses	188,199			
c SUBSCRIPTIONS & PUBLICA	154,414			
d STAFF TRAINING	23,429			
e All other expenses	2,129			
25 Total functional expenses. Add lines 1 through 24e	18,256,052			
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				
Check here ► <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance SheetCheck if Schedule O contains a response or note to any line in this Part IX

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	1,447,554	1	863,441
	2 Savings and temporary cash investments	946,813	2	995,270
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	507,015	4	876,760
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net	190,554	7	90,554
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	702,266	9	810,806
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a | 2,022,005		
	b Less accumulated depreciation	10b | 1,458,396	10c	563,609
	11 Investments—publicly traded securities	4,244,640	11	4,841,637
	12 Investments—other securities See Part IV, line 11		12	
	13 Investments—program-related See Part IV, line 11		13	
	14 Intangible assets	32,095	14	32,095
	15 Other assets See Part IV, line 11	83,325	15	94,603
	16 Total assets. Add lines 1 through 15 (must equal line 34)	8,736,064	16	9,168,775
Liabilities	17 Accounts payable and accrued expenses	1,225,073	17	940,136
	18 Grants payable		18	
	19 Deferred revenue	8,251,112	19	8,667,937
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17–24) Complete Part X of Schedule D	270,131	25	312,590
	26 Total liabilities. Add lines 17 through 25	9,746,316	26	9,920,663
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ► <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	-1,010,252	27	-751,888
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here ► <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	-1,010,252	33	-751,888
	34 Total liabilities and net assets/fund balances	8,736,064	34	9,168,775

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI

1 Total revenue (must equal Part VIII, column (A), line 12)	1	18,321,472
2 Total expenses (must equal Part IX, column (A), line 25)	2	18,256,052
3 Revenue less expenses Subtract line 2 from line 1	3	65,420
4 Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	-1,010,252
5 Net unrealized gains (losses) on investments	5	192,944
6 Donated services and use of facilities	6	
7 Investment expenses	7	
8 Prior period adjustments	8	
9 Other changes in net assets or fund balances (explain in Schedule O)	9	0
10 Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	-751,888

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII

1 Accounting method used to prepare the Form 990 Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O

	Yes	No
2a		No
2b	Yes	
2c	Yes	
3a		No
3b		

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both

Separate basis Consolidated basis Both consolidated and separate basis

b Were the organization's financial statements audited by an independent accountant?

If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both

Separate basis Consolidated basis Both consolidated and separate basis

c If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

Additional Data

Software ID:

Software Version:

EIN: 04-2395151

Name: Retail Industry Leaders Association Inc

Form 990 (2016)

Form 990, Part III, Line 4a:

THE RETAIL INDUSTRY LEADERS ASSOCIATION (RILA) OFFERS VARIOUS EDUCATIONAL PROGRAMS DEVOTED TO SPECIFIC DISCIPLINES IN THE RETAIL INDUSTRY THAT ADDRESS CUTTING-EDGE ISSUES OF CURRENT CONCERN TO ITS MEMBERS. THESE EDUCATIONAL PROGRAMS PROVIDE AN EFFECTIVE FORUM FOR MEMBERS TO LEARN FROM INDUSTRY EXPERTS, OBTAIN UP TO THE MINUTE RILA RESEARCH, AND TO INTERACT WITH THEIR PEERS. SOME OF THE AREAS ADDRESSED INCLUDE LOGISTICS, LEADERSHIP, SAFETY AND LOSS PREVENTION. THESE CONFERENCES PROVIDE OVER 2,500 ATTENDEES WITH A BLEND OF OVER 100 EDUCATIONAL SESSIONS, PROMINENT SPEAKERS, AND EXHIBITS.

Form 990, Part III, Line 4b:

RILA PROMOTES THE INTERESTS OF RETAILERS AT ALL LEVELS OF GOVERNMENT. THE GOVERNMENT RELATIONS STAFF AT RILA, TOGETHER WITH RETAIL AND SUPPLIER MEMBERS, IDENTIFY KEY ISSUES THAT IMPACT BUSINESS AND WORK TO ENSURE THAT PUBLIC POLICY, AT BOTH THE FEDERAL AND STATE LEVEL, FOSTER A SUCCESSFUL AND PROFITABLE BUSINESS ENVIRONMENT

Form 990, Part III, Line 4c:

THE ASSOCIATION OFFERS SIX LEADERS COUNCILS AND THIRTEEN SPECIALTY COMMITTEES THAT ADDRESS SPECIFIC, CRITICAL DISCIPLINES IN THE INDUSTRY. THESE COUNCILS AND COMMITTEES SERVE AS A UNIQUE FORUM FOR MEMBERS TO DISCUSS THE LATEST INNOVATION IN THE RETAIL INDUSTRY AND TO WORK TOGETHER TO IMPROVE THEIR BUSINESSES AS WELL AS THE INDUSTRY AS A WHOLE. SOME OF THE AREAS ADDRESSED INCLUDE SUPPLY CHAIN, DATA SECURITY, HUMAN RESOURCES, TAX AND INTERNATIONAL TRADE

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)			(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee Or Director	Institutional Trustee	Key Employee Officer	Former Employee Director		
Richard Dreiling	0 25	X		X		0	0
IMMEDIATE PAST CHAIRMAN (THROUGH 1/16)	.....					
Brian Cornell	0 25	X		X		0	0
VICE CHAIRMAN	.....					
William Rhodes	0 50	X		X		0	0
CHAIRMAN	.....					
Eric Wiseman	1 00	X		X		0	0
TREASURER	.....					
ROBERT NIBLOCK	0 20	X		X		0	0
SECRETARY	.....					
HUBERT JOLY	0 20	X		X		0	0
AT-LARGE	.....					
JAMES MYERS	0 20	X		X		0	0
2ND VICE CHAIR	.....					
ALEXANDER GOURLAY	0 20	X				0	0
EXECUTIVE COMMITTEE MEMBER	.....					
MARY DILLON	0 20	X				0	0
EXECUTIVE COMMITTEE MEMBER	.....					
ALAN HOSKINS	0 20	X				0	0
MEMBER	.....					

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)				(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee Or Director	Institutional Trustee	Former Officer	Highest compensated Employee			
Karen Lowe	0 20					0	0	0
..... MEMBER (THROUGH 6/16)	.....	X						
Tommy Millner	0 20					0	0	0
..... MEMBER	.....	X						
Michael Polk	0 20					0	0	0
..... MEMBER	.....	X						
WALTER ROBB	0 20					0	0	0
..... MEMBER	.....	X						
GREG SANDFORT	0 20					0	0	0
..... MEMBER	.....	X						
Todd Tillemans	0 20					0	0	0
..... MEMBER	.....	X						
David Lenhardt	0 20					0	0	0
..... MEMBER (THROUGH 6/16)	.....	X						
PAUL MULLIGAN	0 20					0	0	0
..... MEMBER (THROUGH 6/16)	.....	X						
Madison Riley	0 20					0	0	0
..... MEMBER (THROUGH 1/17)	.....	X						
Sandra Kennedy	40 00					904,702	0	19,286
..... PRESIDENT	.....	X	X					

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)			(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Former Or Director	Individual trustee	Institutional Trustee	Highest compensated employee			
DICK JOHNSON MEMBER	0 20	X				0	0	0
CRAIG MENEAR MEMBER	0 20	X				0	0	0
MICHAEL MASSEY MEMBER	0 20	X				0	0	0
CHUCK RUBIN MEMBER	0 20	X				0	0	0
JIM DINKINS MEMBER	0 20	X				0	0	0
TODD VASOS MEMBER	0 20	X				0	0	0
MARVIN ELLISON MEMBER	0 20	X				0	0	0
JOE JENSEN MEMBER	0 20	X				0	0	0
STEVE LAUGHLIN MEMBER	0 20	X				0	0	0
Jennifer Safavian EVP, Government Affairs	40 00				X	418,484	0	24,343

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Officer	Independent Trustee	Key Employee	Highest Compensated	Former				
Deborah White evp, general counsel	40 00			X			351,770	0	13,962	
Jenny Keehan EVP, Member Services & Ret	40 00			X			292,841	0	24,343	
Brian Dodge EVP, Communications & Stra	40 00			X			293,651	0	8,411	
Gilbert Taylor VP, Business Development	40 00				X		286,743	0	23,747	
Joe Rinzel SVP, Government Affairs	40 00				X		224,344	0	23,434	
Suzie Squier SVP, Member Services	40 00				X		220,686	0	23,239	
Lisa LaBruno SVP, Retail Operations	40 00				X		220,206	0	7,175	
HUN QUACH VP, INTERNATIONAL TRADE	40 00				X		213,157	0	23,075	

SCHEDULE C
(Form 990 or 990-EZ)**Political Campaign and Lobbying Activities**Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ►Complete if the organization is described below. ▶Attach to Form 990 or Form 990-EZ.
 ►Information about Schedule C (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.

2016**Open to Public Inspection**

If the organization answered "Yes" on Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered "Yes" on Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered "Yes" on Form 990, Part IV, Line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization Retail Industry Leaders Association Inc	Employer identification number 04-2395151
---	--

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV
- 2 Political expenditures ▶ \$ 54,500
- 3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ 54,500
- 3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ▶ \$ 54,500
- 4 Did the filing organization file Form 1120-POL for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-
1 See Additional Data Table				
2				
3				
4				
5				
6				

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A Check ► if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)
- B Check ► if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures
(The term "expenditures" means amounts paid or incurred.)

1a Total lobbying expenditures to influence public opinion (grass roots lobbying)

b Total lobbying expenditures to influence a legislative body (direct lobbying)

c Total lobbying expenditures (add lines 1a and 1b)

d Other exempt purpose expenditures

e Total exempt purpose expenditures (add lines 1c and 1d)

f Lobbying nontaxable amount Enter the amount from the following table in both columns

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over \$500,000	20% of the amount on line 1e
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000
Over \$17,000,000	\$1,000,000

g Grassroots nontaxable amount (enter 25% of line 1f)

h Subtract line 1g from line 1a If zero or less, enter -0-

i Subtract line 1f from line 1c If zero or less, enter -0-

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? Yes No

4-Year Averaging Period Under section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response on lines 1a through 1l below, provide in Part IV a detailed description of the lobbying activity

- | | (a) | (b) |
|--|--------|-----|
| | Yes | No |
| | Amount | |
| 1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of | | |
| a Volunteers? | | |
| b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? | | |
| c Media advertisements? | | |
| d Mailings to members, legislators, or the public? | | |
| e Publications, or published or broadcast statements? | | |
| f Grants to other organizations for lobbying purposes? | | |
| g Direct contact with legislators, their staffs, government officials, or a legislative body? | | |
| h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means? | | |
| i Other activities? | | |
| j Total Add lines 1c through 1i | | |
| 2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)? | | |
| b If "Yes," enter the amount of any tax incurred under section 4912 | | |
| c If "Yes," enter the amount of any tax incurred by organization managers under section 4912 | | |
| d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year? | | |

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

- | | Yes | No |
|---|-----|----|
| 1 Were substantially all (90% or more) dues received nondeductible by members? | 1 | No |
| 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less? | 2 | No |
| 3 Did the organization agree to carry over lobbying and political expenditures from the prior year? | 3 | No |

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

- | | | |
|--|----|------------|
| 1 Dues, assessments and similar amounts from members | 1 | 8,579,152 |
| 2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid). | 2a | 4,090,351 |
| a Current year | 2b | |
| b Carryover from last year | 2c | 4,090,351 |
| c Total | 3 | 5,116,001 |
| 3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues | 4 | |
| 4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year? | 5 | -1,025,650 |
| 5 Taxable amount of lobbying and political expenditures (see instructions) | | |

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, lines 1 and 2 (see instructions), and Part II-B, line 1. Also, complete this part for any additional information

Return Reference	Explanation
Form 990, Schedule C, Part I-A, Line 1	RILA focuses on priorities that policymakers can advance to empower retailers to continue to invest in their local communities and create jobs

Additional Data

Software ID:

Software Version:

EIN: 04-2395151

Name: Retail Industry Leaders Association Inc

Form 990, Schedule C, Part 1-C, Line 5

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-
Republican Governors Association	1747 Pennsylvania Avenue NW Ste 25 washington, DC 20006	1136555877	10000	
Friends of Michael J Madigan	po box 3188 chicago, IL 60654	363418024	1000	
DEMOCRATIC GOVERNORS ASSOCIATION	1401 K Street NW ste 200 WAshington, DC 20005	521340889	10000	
DEMOCRATIC ATTORNEYS GENERAL ASSOCIATION	1580 LINCOLN SUITE 1125 DENVER, CO 80203	134220019	15000	
REPUBLICAN ATTORNEYS GENERAL ASSOCIATION	PO BOX 7816 WASHINGTON, DC 20044	464501717	15000	
Vince Gray 2016	1609 buchanan street ne WAshington, DC 20017	811377923	500	
Karl Racine for AG	PO BOX 6119 WASHINGTON, DC 20044	471333907	1000	
Pac'n Heat	705 N SAGEHORN DRIVE HARTFORD, SD 57033	503988294	1000	
Robert White At-Large	808 MADISON STREET NW WASHington, DC 20011	813318231	1000	

2016

Open to Public
Inspection

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered "Yes," on Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
► Attach to Form 990.

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization
Retail Industry Leaders Association Inc

Employer identification number
04-2395151

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)		
<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area	
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure	
<input type="checkbox"/> Preservation of open space		
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year	Held at the End of the Year	
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►		
4 Number of states where property subject to conservation easement is located ►		
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ►		
7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \$		
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements		

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items	
b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items	
(i) Revenue included on Form 990, Part VIII, line 1	► \$
(ii) Assets included in Form 990, Part X	► \$
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items	
a Revenue included on Form 990, Part VIII, line 1	► \$
b Assets included in Form 990, Part X	► \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a** Public exhibition
- d** Loan or exchange programs
- b** Scholarly research
- e** Other
- c** Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

Yes No

Part IV Escrow and Custodial Arrangements.

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?

Yes No

b If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ►

b Permanent endowment ►

c Temporarily restricted endowment ►

The percentages on lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

b If "Yes" on 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds

	Yes	No
3a(i)		
3a(ii)		
3b		

Part VI Land, Buildings, and Equipment.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		1,026,617	826,896	199,721
e Other		995,388	631,500	363,888
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) . . . ►				563,609

Part VII Investments—Other Securities. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other _____		
(A) _____		
(B) _____		
(C) _____		
(D) _____		
(E) _____		
(F) _____		
(G) _____		
(H) _____		
Total. (Column (b) must equal Form 990, Part X, col (B) line 12) ►		

Part VIII Investments—Program Related. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) _____		
(2) _____		
(3) _____		
(4) _____		
(5) _____		
(6) _____		
(7) _____		
(8) _____		
(9) _____		
Total. (Column (b) must equal Form 990, Part X, col (B) line 13) ►		

Part IX Other Assets. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15

(a) Description	(b) Book value
(1) _____	
(2) _____	
(3) _____	
(4) _____	
(5) _____	
(6) _____	
(7) _____	
(8) _____	
(9) _____	

Total. (Column (b) must equal Form 990, Part X, col (B) line 15) ►**Part X Other Liabilities.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value	
(1) Federal income taxes		
deferred rent	194,081	
deferred compensation	118,509	
(3) _____		
(4) _____		
(5) _____		
(6) _____		
(7) _____		
(8) _____		
(9) _____		
Total. (Column (b) must equal Form 990, Part X, col (B) line 25) ►	312,590	

2. Liability for uncertain tax positions In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	18,522,190
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains (losses) on investments	2a	192,944
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII)	2d	
e	Add lines 2a through 2d	2e	192,944
3	Subtract line 2e from line 1	3	18,329,246
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	-7,774
c	Add lines 4a and 4b	4c	-7,774
5	Total revenue Add lines 3 and 4c . (This must equal Form 990, Part I, line 12)	5	18,321,472

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	18,263,826
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII)	2d	7,774
e	Add lines 2a through 2d	2e	7,774
3	Subtract line 2e from line 1	3	18,256,052
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	
c	Add lines 4a and 4b	4c	0
5	Total expenses Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)	5	18,256,052

Part XIII Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information

Return Reference	Explanation
See Additional Data Table	

Part XIII Supplemental Information (*continued*)

Return Reference	Explanation

Additional Data

Software ID:
Software Version:
EIN: 04-2395151
Name: Retail Industry Leaders Association Inc

Supplemental Information

Return Reference	Explanation
Part X, Line 2	The Association is exempt from federal and state income taxes as a qualifying not-for-profit organization under Section 501(c)(6) of the Internal Revenue Code, accordingly these financial statements do not reflect a provision or liability for federal and state income taxes. The organization has determined that it does not have any material unrecognized tax benefits or obligations as of December 31, 2016 or 2015

Supplemental Information

Return Reference	Explanation
Part XI, Line 4b - Other Adjustments	Loss on Sale of Assets -7,774

Supplemental Information

Return Reference	Explanation
Part XII, Line 2d - Other Adjustments	Loss on Sale of Assets 7,774

**Schedule I
(Form 990)**Department of the
Treasury
Internal Revenue Service

OMB No 1545-0047

**Grants and Other Assistance to Organizations,
Governments and Individuals in the United States**

Complete if the organization answered "Yes," on Form 990, Part IV, line 21 or 22.

► Attach to Form 990.

► Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.**2016****Open to Public
Inspection**Name of the organization
Retail Industry Leaders Association Inc**Employer identification number**
04-2395151**Part I General Information on Grants and Assistance**

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
--	---------	-------------------------------	--------------------------	-----------------------------------	---	--	------------------------------------

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ►
- 3 Enter total number of other organizations listed in the line 1 table ►

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22
 Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					

Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
Part I, Line 2	GENERAL SUPPORT CONTRIBUTIONS TO RECOGNIZED 501(C)(3), 501(c)(4), AND 501(C)(6) ORGANIZATIONS ARE NOT SUBJECT TO MONITORING

Additional Data

Software ID:

Software Version:

EIN: 04-2395151

Name: Retail Industry Leaders Association Inc

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
students in free enterprise (Enactus) 1959 East Kerr Street Springfield, MO 65803	74-2148471	501(c)(3)	6,000				student scholarships
Council of State Retail Association 1300 BAXTER ST STE 360 Charlotte, NC 28204	20-2266267	501(c)(6)	32,500				General Support

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FORDS THEATRE SOCIETY 511 10TH STREET NW WASHINGTON, DC 20004	52-6073157	501(c)(3)	49,000			General Support	
THE ADVOCACY FUND PO BOX 29229 SAN FRANCISCO, CA 94129	94-3153687	501(c)(4)	400,000			General Support	

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Job Creators Network 15455 N Dallas Pkwy Ste 600 Addison, TX 75001	45-4848799	501(c)(4)	500,000				General Support
RETAIL ASSOCIATION OF MAINE 45 MELVILLE STREET AUGUSTA, ME 04330	01-0165117	501(c)(6)	25,000				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SOUTH DAKOTA RETAILERS ASSOCIATION PO BOX 638 PIERRE, SD 57501	46-0181800	501(c)(6)	10,000				GENERAL SUPPORT
STATE LEGISLATIVE LEADERS FOUNDATION 481 MAIN STREET CENTERVILLE, MA 02632	23-7148478	501(c)(3)	10,000				GENERAL SUPPORT

2015**Open to Public
Inspection****Schedule J**
(Form 990)Department of the
Treasury
Internal Revenue
Service**Compensation Information**For certain Officers, Directors, Trustees, Key Employees, and Highest
Compensated Employees

► Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

► Attach to Form 990.

► Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

Retail Industry Leaders Association Inc

Employer identification number

04-2395151

Part I Questions Regarding Compensation**Yes****No**

- 1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

- b** If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

- 2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?

1b No**2** Yes

- 3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III

- | | |
|--|--|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input type="checkbox"/> Approval by the board or compensation committee |

- 4** During the year, did any person listed on Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

- a** Receive a severance payment or change-of-control payment?
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?
c Participate in, or receive payment from, an equity-based compensation arrangement?
 If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

4a No**4b** No**4c** No**Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.**

- 5** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

- a** The organization?

- b** Any related organization?

If "Yes," on line 5a or 5b, describe in Part III

5a**5b**

- 6** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

- a** The organization?

- b** Any related organization?

If "Yes," on line 6a or 6b, describe in Part III

6a**6b**

- 7** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

7

- 8** Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

8

- 9** If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

9

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred benefits	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column(B) reported as deferred on prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference	Explanation
Part I, Line 1a	Any first class or business class travel made by senior staff must be pre-approved by the president. The approval or disapproval of the requested expenses is at the discretion of the president.

Additional Data**Software ID:****Software Version:**

EIN: 04-2395151

Name: Retail Industry Leaders Association Inc

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990	
	(i) Base Compensation							
	(I)	(II)	(III)	(IV)	(V)	(VI)		
1 Sandra Kennedy PRESIDENT	(I) 616,702	(II) 0	(III) 288,000	(IV) 0	(V) 7,155	(VI) 12,131	(VII) 923,988	(VIII) 0
1 Jennifer Safavian EVP, Government Affairs	(I) 418,484	(II) 0	(III) 0	(IV) 0	(V) 7,155	(VI) 17,188	(VII) 442,827	(VIII) 0
2 Deborah White evp, general counsel	(I) 341,770	(II) 0	(III) 10,000	(IV) 0	(V) 7,155	(VI) 6,807	(VII) 365,732	(VIII) 0
3 Jenny Keehan EVP, Member Services & Ret	(I) 277,841	(II) 0	(III) 15,000	(IV) 0	(V) 7,155	(VI) 17,188	(VII) 317,184	(VIII) 0
4 Brian Dodge EVP, Communications & Stra	(I) 293,651	(II) 0	(III) 0	(IV) 0	(V) 7,155	(VI) 1,256	(VII) 302,062	(VIII) 0
5 Gilbert Taylor VP, Business Development	(I) 286,743	(II) 0	(III) 0	(IV) 0	(V) 7,155	(VI) 16,592	(VII) 310,490	(VIII) 0
6 Joe Rinzel SVP, Government Affairs	(I) 219,344	(II) 0	(III) 5,000	(IV) 0	(V) 6,246	(VI) 17,188	(VII) 247,778	(VIII) 0
7 Suzie Squier SVP, Member Services	(I) 210,686	(II) 0	(III) 10,000	(IV) 0	(V) 6,074	(VI) 17,165	(VII) 243,925	(VIII) 0
8 Lisa LaBruno SVP, Retail Operations	(I) 215,206	(II) 0	(III) 5,000	(IV) 0	(V) 5,939	(VI) 1,236	(VII) 227,381	(VIII) 0
9 HUN QUACH VP, INTERNATIONAL TRADE	(I) 213,157	(II) 0	(III) 0	(IV) 0	(V) 5,915	(VI) 17,160	(VII) 236,232	(VIII) 0

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury

~~Internal Revenue Service~~

Name of the organization

Retail Industry Leaders Association Inc

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.

► Information about Schedule O (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.

2016**Open to Public
Inspection****Employer identification number**

04-2395151

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section A, line 2	ROBERT NIBLOCK AND RICHARD DREILING (BUSINESS RELATIONSHIP) ROBERT NIBLOCK AND ERIC WISEMAN (BUSINESS RELATIONSHIP) RICHARD DREILING AND WILLIAM RHODES (BUSINESS RELATIONSHIP)

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section A, line 6	RILA has three classes of membership Retail, Product Manufacturer and Associate Only the Retail Members are entitled to vote on the election of members to the Board of Directors

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section A, line 7a	RILA has three classes of membership Retail, Product Manufacturer and Associate Only the Retail Members are entitled to vote on the election of members to the Board of Directors

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section A, line 7b	Except as set forth in the next sentence, each Retail Member and Product Manufacturer Member shall be entitled to one vote on each matter submitted to a vote of the Members. Product Manufacturer Members shall not be eligible to vote on (i) the election of members to the Board of Directors, or (ii) any amendment to the Certificate of Incorporation.

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section B, line 11b	THE TREASURER REVIEWS THE DRAFT FORM 990 BEFORE IT IS FILED WITH THE IRS. ALL BOARD MEMBERS RECEIVE A COPY OF THE FORM 990 ONCE IT IS FILED.

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section B, line 12c	CONFLICT OF INTEREST CERTIFICATIONS ARE COMPLETED BEFORE NEW DIRECTORS JOIN THE BOARD AND ANNUALLY FOR ALL OFFICERS, DIRECTORS AND KEY EMPLOYEES. THE POLICY PROVIDES FOR ENFORCEMENT IF NEEDED.

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section B, line 15	15A EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS GIVES THE PRESIDENT AN ANNUAL REVIEW AND D DETERMINES ANY COMPENSATION INCREASES THIS REVIEW IS IN A WRITTEN FORMAT AND INCLUDES GOALS AND OBJECTIVES 15B IN ORDER TO ATTRACT AND RETAIN A HIGHLY QUALIFIED AND COMPETENT WORK FORCE, RILA HAS INSTITUTED A COMPENSATION AND PERFORMANCE MANAGEMENT PROGRAM TO PAY EMPLOYEES IN A FAIR AND EQUITABLE MANNER BASED UPON DEMONSTRATED JOB PERFORMANCE AND IN ACCORDANCE WITH ITS EQUAL EMPLOYMENT OPPORTUNITY POLICY PERFORMANCE APPRAISALS AND COMPENSATION REVIEWS ARE TWO SEPARATE PROCESSES PERFORMANCE REVIEWS DO NOT ALWAYS REQUIRE COMPENSATION ACTION THE PERFORMANCE OF AN EMPLOYEE IS EVALUATED CONTINUOUSLY BY HIS/HER MANAGER COMPENSATION INCREASES AT RILA ARE BASED ON AN EMPLOYEE'S PERFORMANCE, POSITION AND LEVEL OF CURRENT PAY EMPLOYEES WHO RECEIVE BELOW AVERAGE PERFORMANCE REVIEWS ARE INELIGIBLE FOR COMPENSATION INCREASES RILA'S COMPENSATION PRACTICES ARE BASED ON THE COMPANY'S WAGE AND SALARY GUIDELINES

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section C, line 19	RILA MAKES ITS GOVERNING DOCUMENTS AVAILABLE TO THE PUBLIC THROUGH THE SECRETARY OF STATE OF NEW YORK AND ITS FINANCIAL DOCUMENTS AVAILABLE THROUGH THE PUBLIC DISCLOSURE OF THE 990